

EXHIBIT 21

Form **990-PF**

EXTENDED TO NOVEMBER 15, 2017

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

Do not enter social security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No. 1545-0052

2016

EFFECTIVE DATE 12/31/2016

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation HUBERFELD FAMILY FOUNDATION INC		A Employer identification number 13-4042543
Number and street (or P.O. box number if mail is not delivered to street address) 15 MANOR LANE		B Telephone number 917-364-2400
City or town, state or province, country, and ZIP or foreign postal code LAWRENCE, NY 11559		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 36834494. (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (a), (b), (c), and (d) may not necessarily equal the amounts in column (e).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	84758.	84758.		STATEMENT 1
	4 Dividends and interest from securities	2272001.	2272001.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	5b Net gain or (loss) from sale of assets not on line 10	-248649.			
	6 Gross sales price for all assets on line 5a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances	160800.			STATEMENT 3
b Less: Cost of goods sold					
c Gross profit or (loss)	160800.				
11 Other income	8905.	8905.		STATEMENT 4	
12 Total. Add lines 1 through 11	2277815.	2365664.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	120000.	36000.		84000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 5	10213.	3404.	3404.
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 6	134087.	3162.	7379.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 7	32564.	29422.	699.
	24 Total operating and administrative expenses. Add lines 13 through 23	296864.	71988.		95482.
	25 Contributions, gifts, grants paid	1069361.			1069361.
26 Total expenses and disbursements. Add lines 24 and 25	1366225.	71988.		1164843.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	911590.				
b Net investment income (if negative, enter -0-)		2293676.			
c Adjusted net income (if negative, enter -0-)			N/A		

623501 11-23-16 LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2016)

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16261101 758336 40457

2016.04030 HUBERFELD FAMILY FOUNDATION 40457 1

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Form 990-PF (2016)

HUBERFELD FAMILY FOUNDATION INC

13-4042543

Page 3

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MURRAY HUBERFELD 15 MANOR LANE LAWRENCE, NY 11559	PRESIDENT/DIRECTOR	0.00	0.	0.
ALEXANDER HUBERFELD 15 MANOR LANE LAWRENCE, NY 11559	DIRECTOR	0.00	0.	0.
RACHEL JACOBS 451 WEST END AVENUE NEW YORK, NY 10024	SECRETARY/TREAS/DIRECTOR	20.00	120000.	0.
JESSICA BEREN 420 WEST END AVENUE NEW YORK, NY 10024	DIRECTOR	0.00	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

Form 990-PF (2016)

HUBERFELD FAMILY FOUNDATION INC

13-4042543

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
APPLE BANK	9234.	9234.	
BANK OF AMERICA	6259.	6259.	
CAPITAL ONE BANK	1782.	1782.	
DIME SAVINGS BANK	5359.	5359.	
INC DIRECT	4071.	4071.	
METROPOLITAN NATIONAL BANK	2353.	2353.	
SIGNATURE BANK	55373.	55373.	
STERLING BANK	327.	327.	
TOTAL TO PART I, LINE 3	84758.	84758.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
GORA	30000.	0.	30000.	30000.	
AM LIFE	55085.	0.	55085.	55085.	
ARROYA CREDIT	494405.	0.	494405.	494405.	
AURAMET	67265.	0.	67265.	67265.	
BAINBRIDGE ENERGY FINANCE	219695.	0.	219695.	219695.	
BAYBERRY CONSUMER FINANCE	32063.	0.	32063.	32063.	
CONFIDENTIAL LENDING	40500.	0.	40500.	40500.	
CROWN ADULT CARE	35030.	0.	35030.	35030.	
DAVID LEVY	4430.	0.	4430.	4430.	
ELI RUBENSTEIN	44964.	0.	44964.	44964.	
HUTTON VENTURES	381871.	0.	381871.	381871.	
JACQUELINE ORATZ	106417.	0.	106417.	106417.	
JEFF HELLER					
STENGEL	3504.	0.	3504.	3504.	
JESSICA HUBERFELD	600.	0.	600.	600.	
JEST HOLDINGS LLC	147183.	0.	147183.	147183.	
JMT HOLDING	4433.	0.	4433.	4433.	
JOSH BERKOWITZ	2500.	0.	2500.	2500.	
JUDAH TAUB	100000.	0.	100000.	100000.	
KIMMEL & KIMMEL	251500.	0.	251500.	251500.	
LANGER	111509.	0.	111509.	111509.	
MARBRIDGE ENERGY FINANCE	3947.	0.	3947.	3947.	

HUBERFELD FAMILY FOUNDATION INC

13-4042543

MONTAGE HOLDINGS	44100.	0.	44100.	44100.
MOSHE LAX	10000.	0.	10000.	10000.
TRUMAN CAPITAL	81000.	0.	81000.	81000.
TO PART I, LINE 4	2272001.	0.	2272001.	2272001.

HUBERFELD FAMILY FOUNDATION INC

13-4042543

FORM 990-PF OTHER NOTES AND LOANS REPORTED SEPARATELY STATEMENT 8

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
MORTGAGES RECEIVABLE			VARIOUS	12.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
07/01/10	VARIOUS	6210000.	REAL ESTATE MORTGAGES	0.
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN	
REAL ESTATE MORTGAGE			INVESTMENT	
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE
NONE			509867.	0.
				FMV OF LOAN
				509867.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
JUDAH PEARLSTEIN			10000/MO	.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
08/09/12	12/31/16	135000.		0.
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN	
PERSONAL GUARANTIES			TO HELP PERSON IN NEED	
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE
NONE			75000.	0.
				FMV OF LOAN
				75000.

HUBERFELD FAMILY FOUNDATION INC

13-4042543

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE	
FINSBURY TRUST				.00%	
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	
10/21/13	09/21/16	50000.		0.	
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN		
PERSONAL GUARANTIES			LOAN TO NEEDY INDIVIDUAL		
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE			0.	0.	0.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE	
MARCUS FOX			\$10000,\$10000,\$15000	.00%	
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	
03/25/14	09/30/16	25000.		0.	
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN		
PERSONAL GUARANTIES					
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
BOOKKEEPER			0.	0.	0.

HUBERFELD FAMILY FOUNDATION INC

13-4042543

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE	
JT HOME MANAGEMENT			20833/MO	12.00%	
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	
05/07/14	05/07/16	500000.		0.	
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN		
PERSONAL GUARANTIES			INVESTMENT		
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE			0.	0.	0.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE	
M ORATZ			10000/MO	6.00%	
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	
05/07/14	12/31/14	750000.		0.	
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN		
PERSONAL GUARANTIES AND INSURANCE POLICY			INVESTMENT		
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE			610000.	0.	610000.

HUBERFELD FAMILY FOUNDATION INC

13-4042543

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
PARK MANOR CONSULTING			12500/MO - INTEREST RATE TO BE DETERMINED	.00%

DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
09/15/14	09/15/16	300000.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
PERSONAL GUARANTIES	INVESTMENT

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	0.	0.	0.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
IRVING LANGER			625000 5/16 AND 625000 12/16	12.00%

DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
1/21/14	12/31/16	1250000.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
PERSONAL GUARANTIES	INVESTMENT

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	0.	0.	0.

HUBERFELD FAMILY FOUNDATION INC

13-4042543

BORROWER'S NAME		TERMS OF REPAYMENT		INTEREST RATE
ARROYA CREDIT				24.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
09/16/15		500000.		0.
SECURITY PROVIDED BY BORROWER		PURPOSE OF LOAN		
PERSONAL GUARANTIES AND REAL ESTATE		INVESTMENT		
RELATIONSHIP OF BORROWER		BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE		500000.	0.	500000.

BORROWER'S NAME		TERMS OF REPAYMENT		INTEREST RATE
AM LIFE		VARIOUS		15.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
2/30/15	VARIOUS	301126.		0.
SECURITY PROVIDED BY BORROWER		PURPOSE OF LOAN		
INSURANCE POLCIES		INVESTMENT		
RELATIONSHIP OF BORROWER		BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE		528582.	0.	528582.

HUBERFELD FAMILY FOUNDATION INC

13-4042543

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
ORATZ			6666/MO	5.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
04/07/15	04/07/20	400000.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
PERSONAL GUARANTIES	INVESTMENT

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	300000.	0.	300000.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
BENJAMIN LOWINGER			22053/MO	8.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
02/23/15	02/28/17	500000.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
PERSONAL GUARANTIES	INVESTMENT

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	30955.	0.	30955.

HUBERFELD FAMILY FOUNDATION INC

13-4042543

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
HERITAGE GROUP			12500/MO	12.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
05/08/15	05/31/17	300000.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
PERSONAL GUARANTIES	INVESTMENT

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	62500.	0.	62500.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
A GORDON			1000/MO	.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
05/06/15	12/31/16	25000.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
PERSONAL GUARANTIES	HELP NEEDY INDIVIDUAL

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	3520.	0.	3520.

HUBERFELD FAMILY FOUNDATION INC

13-4042543

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
HUTTON VENTURES			LUMP SUM	15.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
09/17/16	06/11/17	1000000.		0.
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN	
PERSONAL GUARANTIES AND REAL ESTATE			INVESTMENT	

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	1000000.	0.	1000000.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
HUTTON VENTURES			LUMP SUM	18.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
9/17/15	11/01/17	456750.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
CORPORATIONS ASSETS	INVESTMENT

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	228375.	0.	228375.

HUBERFELD FAMILY FOUNDATION INC

13-4042543

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
JEST HOLDINGS			VARIOUS	12.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
01/23/15	VARIOUS	0.		0.
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN	
MORTGAGES			INVESTMENT	
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE
NONE			350000.	0.
			FMV OF LOAN	
				350000.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
APTHROP APARTMENTS			LUMP SUM	11.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
02/20/15	02/20/16	2500000.		0.
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN	
MORTGAGES ON APARTMENTS			INVESTMENT	
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE
NONE			0.	0.
			FMV OF LOAN	
				0.

HUBERFELD FAMILY FOUNDATION INC

13-4042543

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
AARON ELBOGEN IRREV TRUST				12.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
01/06/16	01/06/21	1500000.		0.
SECURITY PROVIDED BY BORROWER		PURPOSE OF LOAN		

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	1500000.	0.	1500000.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
ARROYA CREDIT			LUMP SUM	15.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
09/21/16	11/21/18	300000.		0.
SECURITY PROVIDED BY BORROWER		PURPOSE OF LOAN		

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	300000.	0.	300000.

HUBERFELD FAMILY FOUNDATION INC

13-4042543

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
HUTTON VENTURES			LUMP SUM	18.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
10/11/16	10/11/18	325000.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
REAL ESTATE MORTGAGE	

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	325000.	0.	325000.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
HUTTON VENTURES			14877/MO	20.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
09/29/16	06/30/20	350000.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
GOLD INVESTMENT	INVESTMENT

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	350000.	0.	350000.

HUBERFELD FAMILY FOUNDATION INC

13-4042543

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
HUTTON VENTURES			23782/MO STARTING JAN 2017	11.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
12/14/16	11/14/17	250000.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
COPPER MINE	INVESTMENT

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	250000.	0.	250000.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
HUTTON VENTURES			LUMP SUM	10.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
12/22/16	06/22/17	600000.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
CORPORATE AND PERSONAL GUARANTY	INVESTMENT

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	600000.	0.	600000.

HUBERFELD FAMILY FOUNDATION INC

13-4042543

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
FUCHS FAMILY FOUNDATION			3 PAYMENTS OF \$25000 AND THEN \$2500/MO	.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
04/01/16	05/01/25	325000.		0.
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN	
PERSONAL GUARANTIES			LOAN TO A CHARITY	
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE
NONE			250000.	0.
				FMV OF LOAN
				250000.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
ART CELLER LLC			LUMP SUM	12.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
2/13/16	09/12/17	700000.		0.
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN	
PERSONAL GUARANTIES AND INSURANCE POLICY			INVESTMENT	
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE
NONE			700000.	0.
				FMV OF LOAN
				700000.

HUBERFELD FAMILY FOUNDATION INC

13-4042543

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE	
AURAMET INTL			LUMP SUM	16.00%	
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	
03/02/16	01/02/17	500000.		0.	
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN		
GOLD INVESTMENT			INVESTMENT		
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE			237509.	0.	237509.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE	
E. RUBENSTEIN			4200/MO	22.80%	
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	
03/11/16	11/11/18	100000.		0.	
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN		
PERSONAL GUARANTIES			INVESTMENT		
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE			77664.	0.	77664.

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BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
E. RUBENSTEIN			LUMP SUM	20.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
11/08/16	02/08/17	450000.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
PERSONAL GUARANTIES	INVESTMENT

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	430000.	0.	430000.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
E. RUBENSTEIN				12.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
09/12/16		250000.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
MONIES HELD IN ESCROW	INVESTMENT

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	250000.	0.	250000.

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13-4042543

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
CROWN ADULT CARE			24000/MO	19.48%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
05/04/16	06/04/17	240000.		0.
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN	
CORPORATE AND PERSONAL GUARANTY			INVESTMENT	
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE
NONE			136161.	0.
			FMV OF LOAN	
			136161.	

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
CROWN ADULT CARE			30000/MO	19.48%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
9/13/16	10/13/17	300000.		0.
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN	
CORPORATE AND PERSONAL GUARANTY			INVESTMENT	
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE
NONE			274869.	0.
			FMV OF LOAN	
			274869.	

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BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
SCHEIBER			84848/MO.	24.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
01/14/16	01/04/18	1400000.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
REAL ESTATE MORTGAGE	INVESTMENT

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	1060606.	0.	1060606.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
CONFIDENTIAL LENDING			LUMP SUM	12.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
02/23/16	03/01/18	450000.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
2 MOTION PICTURE	INVESTMENT

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	450000.	0.	450000.

HUBERFELD FAMILY FOUNDATION INC

13-4042543

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
HUTTON VENTURES			LUMP SUM	24.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
07/18/16	03/18/18	499960.		0.

SECURITY PROVIDED BY BORROWER	PURPOSE OF LOAN
TWO MOTION PICTURES	INVESTMENT

RELATIONSHIP OF BORROWER	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE	499960.	0.	499960.
TOTAL TO FORM 990-PF, PART II, LINE 7	11890568.	0.	11890568.

FORM 990-PF	OTHER NOTES AND LOANS RECEIVABLE	STATEMENT	9
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DESCRIPTION	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
MONTAGE HOLDINGS	442349.	0.	442349.
TOTAL TO FM 990-PF, PART II, LN 7	442349.	0.	442349.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PLATINUM PARTNERS VALUE ARBITRAGE (INTERNATIONAL) LTD	2595299.	2595299.
TANAGER ENERGY	224456.	2748.
TINTIC GOLD MINES	0.	0.
PLATINUM LIQUID OPPORTUNITY FUND LTD	966792.	966792.
17 GROUP INC	0.	0.
MOBLI MEDIA INC	1760000.	235000.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5546547.	3799839.

HUBERFELD FAMILY FOUNDATION INC

13-4042543

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BAYBERRY FUND LLC	COST	173077.	173077.
INVESTMENT IN INSURANCE POLICIES	COST	3770391.	3770391.
BAINBRIDGE ENERGY	COST	1538421.	1538421.
PLATINUM PARTNERS CREDIT	COST		
OPPORTUNITY FUND		204873.	204873.
CONNECTICUT TAX LIENS	COST	900000.	900000.
TOTAL TO FORM 990-PF, PART II, LINE 13		6586762.	6586762.

FORM 990-PF OTHER LIABILITIES STATEMENT 12

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
SUSPENSE	2660.	2660.
EXCISE TAXES PAYABLE	0.	69803.
TOTAL TO FORM 990-PF, PART II, LINE 22	2660.	72463.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 13
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
MURRAY HUBERFELD	15 MANOR LANE LAWRENCE, NY 11559